IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	**)**	**Chapter 11**
	)	
W.R. GRACE & CO., et al.,	**)**	**Case No. 01-01139 (JKF)**
	)	
	)	**(Jointly Administered)**
Debtors.	**)**	

AFFIDAVIT

STATE OF NEW YORK	**)**
	) ss.:
COUNTY OF NEW YORK	**)**

Jason Solganick, being duly sworn, deposes and says:

1.   I am a Director at Lincoln Partners Advisors LLC ("Lincoln"), financial advisor to David T. Austern, the Asbestos PI Future Claimants' Representative in the above captioned case.

2.   During the period of January 1, 2011 through March 31, 2011 (the "Seventh Interim Period"), no agreement or understanding in any form or guise exists between Lincoln and any other person for a division of compensation for services rendered in or in connection with this proceeding, and that no such division of compensation prohibited by §504 of the Bankruptcy Code will be made by Lincoln, except with employees of Lincoln.

3.   I hereby state, in accordance with §504 of the Bankruptcy Code, that Lincoln has not entered into any agreement, express or implied, with any other party in interest, including the Debtors herein, any creditor or the representative of any of them, or with any attorney for such party in interest in the proceeding, for the purpose of fixing the amount of any of the fees or other compensation to be allowed out of or paid from the assets of the estate to any party in interest in the within proceeding for services rendered in connection herewith.

4.   I have reviewed the Seventh Quarterly Interim Application of Lincoln Partners Advisors LLC for the time period January 1, 2011 through March 31, 2011 and state that the information set forth therein is true and correct to the best of my knowledge, information and belief.

                                        /S/ JASON SOLGANICK
                                        Jason Solganick

Sworn to and subscribed before me
this 28th day of April, 2011

/S/ MICHELLE L. ROTH
Notary Public

My commission expires: April 27, 2013

2